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BEFORE THE ARIZONA CORPORATION COMMISSION

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SUSAN BITTER SMITH, Chairman

2015 APR 15 P 4: 32

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AC CORP COMMISSION  
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IN THE MATTER OF THE APPLICATION OF  
PALO VERDE UTILITIES COMPANY FOR AN  
EXTENSION OF ITS EXISTING CERTIFICATE  
OF CONVENIENCE AND NECESSITY.

Docket No. SW-03575A-04-0767

IN THE MATTER OF THE APPLICATION OF  
SANTA CRUZ WATER COMPANY FOR AN  
EXTENSION OF ITS EXISTING CERTIFICATE  
OF CONVENIENCE AND NECESSITY.

Docket No. W-03576A-04-0767

**NOTICE OF FILING IN COMPLIANCE WITH  
DECISION NO. 67830  
(Acquisition Schedule)**

Global Water - Palo Verde Utilities Company and Global Water - Santa Cruz Water  
Company, in compliance with Decision No. 67830 in the above-captioned dockets submit the  
attached Acquisition Schedule.

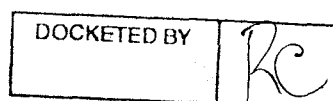
RESPECTFULLY submitted this 15<sup>th</sup> day of April, 2015.

SNELL & WILMER L.L.P.

Arizona Corporation Commission

DOCKETED

APR 15 2015



By

Michael W. Patten

Timothy J. Sabo

One Arizona Center

400 East Van Buren Street

Phoenix, Arizona 85004

1 Original + 13 copies of the foregoing  
2 filed this 15<sup>th</sup> day of April, 2015, with:

3 Docket Control  
4 ARIZONA CORPORATION COMMISSION  
5 1200 West Washington  
6 Phoenix, Arizona 85007

7 Copies of the foregoing hand-delivered/mailed  
8 this 15<sup>th</sup> day of April, 2015, to:

9 Lyn Farmer, Esq.  
10 Chief Administrative Law Judge  
11 Hearing Division  
12 Arizona Corporation Commission  
13 1200 West Washington  
14 Phoenix, Arizona 85007

15 Janice Alward, Esq.  
16 Chief Counsel, Legal Division  
17 Arizona Corporation Commission  
18 1200 West Washington  
19 Phoenix, Arizona 85007

20 Steve Olea, Director  
21 Utilities Division  
22 Arizona Corporation Commission  
23 1200 West Washington  
24 Phoenix, Arizona 85007

25 Brian Bozzo  
26 Compliance Manager  
27 Utilities Division  
Arizona Corporation Commission  
1200 West Washington  
Phoenix, Arizona 85007

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29 21400575.1

## Attachment B

## Acquisition Schedule

This Acquisition Schedule shall be prepared pursuant to the Settlement Conditions contained in Arizona Corporation Commission Dockets No. SW-03575A-03-0586 and No. W-03576A-03-0586.

## PART 1

Describe below each investment in, or acquisition of, any utility made by Global Water Resources, Inc. during the three month period ending on the date this document is executed.

## PART 2

As of November 30, 2014, the capital structures of Palo Verde Utilities Company (PVUC) and Santa Cruz Water Company (SCWC) and any other GWR acquired utility are as follows:

	PVUC		SCWC	
	Amount	%	Amount	%
Long-Term Debt*	-	0%	-	0%
Equity**	73,895,906	100%	58,088,395	100%
	<u>\$ 73,895,906</u>	<u>100%</u>	<u>\$ 58,088,395</u>	<u>100%</u>
Francisco Grande				
Water Utility of Greater Buckeye				
Long-Term Debt*	-	0%	-	0%
Equity**	-	0%	762,890	100%
	<u>\$ -</u>	<u>100%</u>	<u>\$ 762,890</u>	<u>100%</u>
Valencia Water Co				
Water Utility of Greater Tonopah				
Long-Term Debt*	-	0%	-	0%
Equity**	(2,182,706)	100%	4,806,073	100%
	<u>\$ (2,182,706)</u>	<u>100%</u>	<u>\$ 4,806,073</u>	<u>100%</u>
Willow Valley Water Co				
Water Utility of North Scottsdale				
Long-Term Debt*	-	0%	-	0%
Equity**	2,795,488	100%	(321,921)	100%
	<u>\$ 2,795,488</u>	<u>100%</u>	<u>\$ (321,921)</u>	<u>100%</u>
Hassayampa Utility Co				
CP Water Co.				
Long-Term Debt*	-	0%	-	0%
Equity**	2,480,400	100%	30,440	100%
	<u>\$ 2,480,400</u>	<u>100%</u>	<u>\$ 30,440</u>	<u>100%</u>
Picacho Cove Water				
Picacho Cove Utilities				
Long-Term Debt*	-	0%	-	0%
Equity**	131,493	100%	454,750	100%
	<u>\$ 131,493</u>	<u>100%</u>	<u>\$ 454,750</u>	<u>100%</u>
Balterra Sewer				
Long-Term Debt*	-	0%	-	0%
Equity**	1,762,777	100%	-	-
	<u>\$ 1,762,777</u>	<u>100%</u>		

\*Include current portion of Long-term Debt.

\*\*Includes Common Stock, Paid In Capital and Retained Earnings (Deficit).

The undersigned also confirm that at no time during the last six months did the equity ratios (as calculated above) of PVUC and SCWC fall below 40%.

WE THE UNDERSIGNED RON FLEMING AND MIKE LIEBMAN, DO SAY THAT THE ABOVE INFORMATION HAS BEEN PREPARED UNDER OUR DIRECTION AND WE HAVE CAREFULLY EXAMINED THE SAME, AND DECLARE THE SAME TO BE A COMPLETE AND CORRECT STATEMENT OF BUSINESS AND AFFAIRS OF SAID COMPANIES FOR THE PERIOD COVERED BY THIS REPORT IN RESPECT TO EACH & EVERY MATTER AND THING SET FORTH, TO THE BEST OF OUR KNOWLEDGE, INFORMATION AND BELIEF.

X

Signature of Officer

X

Signature of Officer